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LIMITED LIABILITY COMPANY

Thalassa Realty Group International, LLC

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ARTICLES OF ORGANIZATION

OF

THALASSA REALTY GROUP INTERNATIONAL, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be THALASSA REALTY GROUP INTERNATIONAL, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 840 111th Ave N., Suite 11, Naples, Florida 34108.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's operating agreement (the "Operating Agreement").

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are: Terri B. Cohen, Esq., 5801 Pelican Bay Blvd., Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- TERMINATION OF EXISTENCE


The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

ARTICLE VI -- MANAGEMENT

The Company shall be a manager-managed company and shall be managed by at least one Manager who may, but need not, be a Member, in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or the Articles of Organization. At the time

that these Articles of Organization are executed, the Manager of the Company is Sebastianus H. Hermans.


IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization in Naples, Florida, on this 20th day of April, 2005.


Sebastianus H. Hermans, Manager and Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of THALASSA REALTY GROUP INTERNATIONAL, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: April 20, 2005.


Terri B. Cohen

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